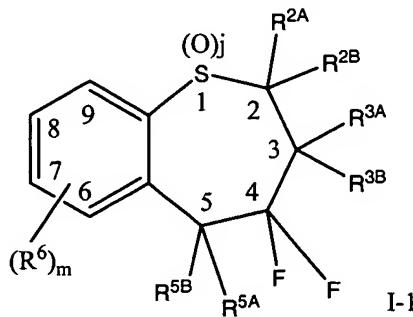


This Listing of Claims will replace all prior versions, and listings, of claims in the application:

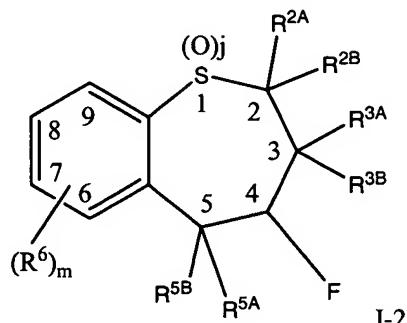
LISTING OF CLAIMS

Claims 1-150 (canceled)

151. (New) A compound comprising a benzothiepene of Formula I-1 or I-2:



or



or a pharmaceutically acceptable salt, solvate, or prodrug thereof

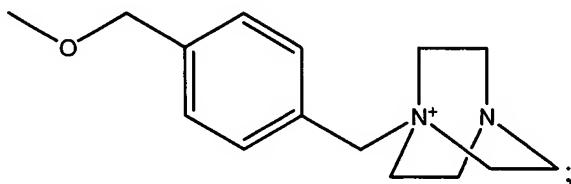
wherein j is 2;

wherein m is 0, 1, 2, 3 or 4;

wherein R^{2A} and R^{2B} are hydrogen;

wherein R^{3A} and R^{3B} are alkyl;

wherein R^{5A} is aryl- R^5 , wherein R^5 is



wherein R^{5B} is hydrogen;

wherein one or more R^6 radicals are $NR^{13}R^{14}$;

wherein R^{13} and R^{14} independently selected from the group consisting of hydrogen and hydrocarbyl;

wherein, in each instance, said hydrocarbyl may be optionally substituted with one or more groups comprising one or more heteroatoms, and wherein, in each instance, said hydrocarbyl optionally may have one or more carbon atoms replaced by one or more heteroatoms independently selected from the group consisting of oxygen, nitrogen, sulfur, phosphorus and combinations thereof.

152. (New) The compound of claim 151 or a pharmaceutically acceptable salt, solvate or prodrug thereof, wherein R^{5A} is phenyl substituted with said radical R^5 .

153. (New) The compound of claim 152 or a pharmaceutically acceptable salt, solvate, or prodrug thereof, wherein said phenyl R^{5A} is substituted at either a para position or a meta position with said radical R^5 .

154. (New) The compound of claim 153 or a pharmaceutically acceptable salt, solvate, or prodrug thereof wherein said phenyl R^{5A} is substituted at said para position with said radical R^5 .

155. (New) The compound of claim 151 or a pharmaceutically acceptable salt, solvate or prodrug thereof, wherein R^{3A} and R^{3B} are C_{1-10} alkyl.

156. (New) The compound of claim 155 or a pharmaceutically acceptable salt, solvate or prodrug thereof, wherein R^{3A} and R^{3B} are C_{1-6} alkyl.

157. (New) The compound of claim 156 or a pharmaceutically acceptable salt, solvate or prodrug thereof, wherein R^{3A} and R^{3B} are independently selected from the group consisting of ethyl, propyl, n-butyl, isobutyl, and t-butyl.

158. (New) The compound of claim 151 or a pharmaceutically acceptable salt, solvate or prodrug thereof, wherein R^{3A} and R^{3B} are the same alkyl radical.

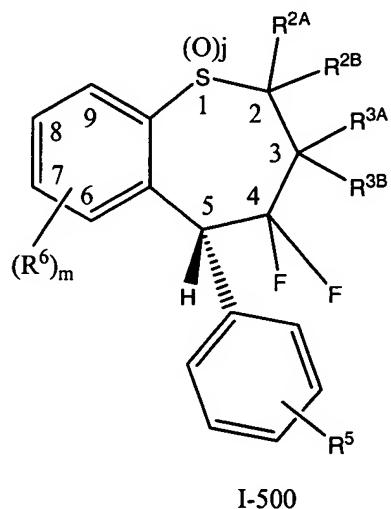
159. (New) The compound of claim 158 or a pharmaceutically acceptable salt, solvate or prodrug thereof, wherein R^{3A} and R^{3B} are each n-butyl.

160. (New) The compound of claim 151 or a pharmaceutically acceptable salt, solvate or prodrug thereof, wherein one or more radicals R^6 are selected from the group consisting of amino, alkylamino and dialkylamino.

161. (New) The compound of claim 160 or a pharmaceutically acceptable salt, solvate or prodrug thereof, wherein one or more radicals R^6 are dimethylamino.

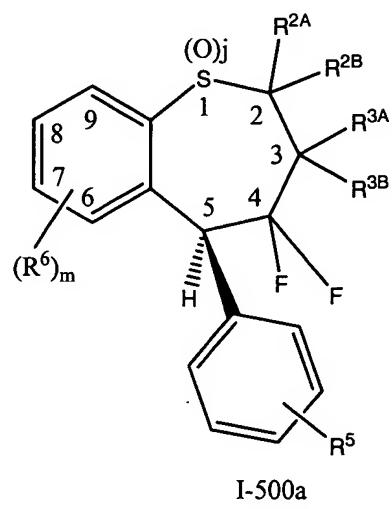
162. (New) The compound of claim 161 or a pharmaceutically acceptable salt, solvate or prodrug thereof, wherein m is 1.

163. (New) The benzothiepene compound of claim 151 having the Formula I-500 or I-500a:



I-500

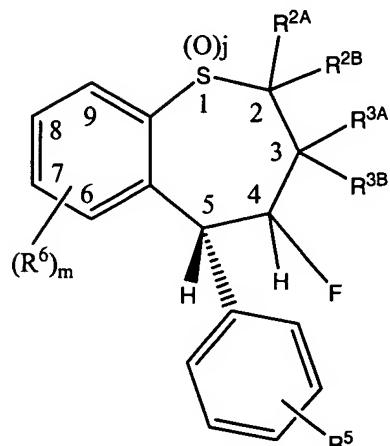
or



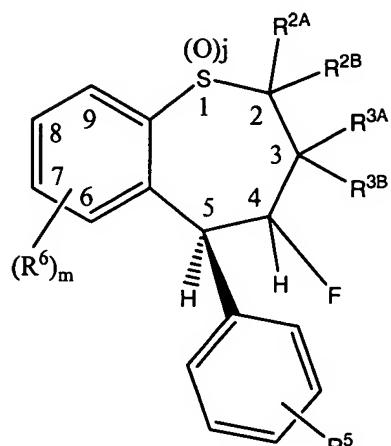
I-500a

164. (New) The benzothiepene compound of claim 163, wherein said R^5 is attached to a para-position on said phenyl ring attached to the 5-position ring carbon of said benzothiepene compound.

165. (New) The benzothiepene compound of claim 151 having the Formula I-510 or I-510a:



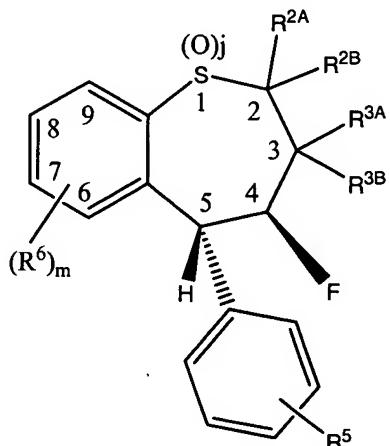
I-510



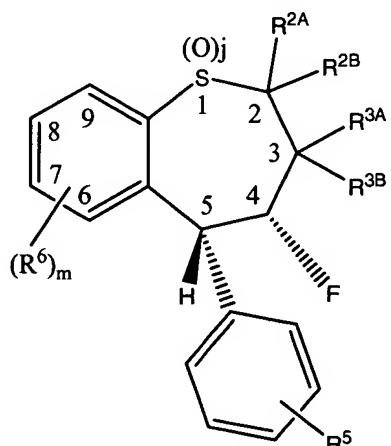
I-510a

166. (New) The benzothiepene compound of claim 165, wherein said R⁵ is attached to a para-position on said phenyl ring attached to the 5-position ring carbon of said benzothiepene compound.

167. (New) The benzothiepene compound of claim 151 having the Formula I-520 or I-520a:



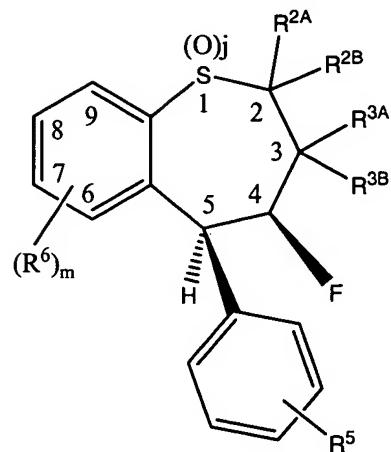
I-520



I-520a

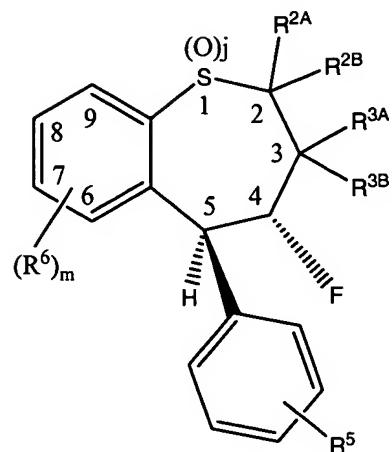
168. (New) The benzothiepene compound of claim 167, wherein said R⁵ is attached to a para-position on said phenyl ring attached to the 5-position ring carbon of said benzothiepene compound.

169. (New) The benzothiepene compound of claim 151 having the Formula I-530 or I-530a:



I-530

or



I-530a

170. (New) The benzothiepene compound of claim 169, wherein said R⁵ is attached to a para-position on said phenyl ring attached to the 5-position ring carbon of said benzothiepene compound.